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THE NEXT GENERATION OF EARTH'S MIGHTIEST HEROES
AVENGERS
NEXT
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DIRECT EDITION
$2.99 US $3.75 CAN

The FIRST in an ALL-NEW series of book-length adventures starring the next generation of EARTH'S MIGHTIEST HEROES...

The Place: Avengers Compound, the home and headquarters of Earth's greatest champions.

The Time: Now

The Situation: Dire (as usual)...

"DOES THE WORLD STILL NEED THE AVENGERS?"

The Daily Bugle demands an answer, and so do I.
Is this team really necessary?
Or have we allowed ourselves to become obsolete?
DAILY BUGLE
DOES THE WORLD STILL NEED THE AVENGERS?
Should the Avengers be disassembled once and for all?

AMERICAN DREAM

J2

SPIDER-GIRL

SABRECLAW

BLUESTREAK

STINGER

KEVIN MASTERSON (FORMERLY THUNDERSTRIKE)

Tom DeFalco & Ron Lim — plot, script & pencils
Scott Koblish — inker
Avalon's Rob Ro — colorist
Dave Sharpe — letterer
Molly Lazer — editor
Joe Quesada — editor in chief
Dan Buckley — publisher

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Awwww, come on--! We're not that bad, American Dream.
I agree with J2.
We do a lot of good.
Really?!
Name three solid wins we've had in the past few months, Bluestreak.
We can't even track down two-bit bad guys like the Revengers.
You're not being fair.
Neither is the Bugle.
Our job is to defend the Earth from menaces that are too powerful for a single hero.
We did our share when Galactus landed on the planet.*
*See Last Planet Standing --Meticulous Molly
Our share--?! That's hardly a ringing endorsement, Kevin.
Practically every costumed adventurer in the world contributed to that victory.
We lost Freebooter to injury.
Stinger quit the team because of political infighting.
Spider-Girl may have permanently retired.
Mainframe was called to Washington to consult on a new space defense program.
And you lost your ability to transform into Thunderstrike.

I think we have to raise our power level and prepare for more adversaries like Galactus.
The Avengers should recruit the heaviest hitters we can.
I disagree.
This team needs a diverse mix of talents.
Intelligence and subtlety win just as many battles as brute strength.
Even as American Dream responds, not far away...
Welcome to Avengers Mansion.
I am Nancy, your tour guide, and I will be happy to answer all your questions about Earth's mightiest heroes.
Like the White House, only certain wings of this building are open to the public--
"--so please stay with the group!"
WEEEEEEE!
Someone's entered a restricted area.

Probably just another souvenir-hungry tourist!
Where is he?
Security scans him in the library...
Make that the gym...
No-- the med lab!
Whoa! He must be as fast as I am.
Got him! It's just some wannabe playing ninja.
He's grabbed a stack of something or other and is entering a homemade exit.
Consider him snagged!
I'll just pour on the speed and--
TWAMMM!
Y-you okay, Blue?
You shouldn't have rushed off on your own.
We're supposed to be a team.
How's about we patch her up before we chastise her?
I...I'm cool...
And I did mess up.
Just didn't expect ninja-guy to zap outta here.
He must be some sort of teleporter.
I wonder what he stole... and why?!

Elsewhere, at that very moment...
Hey, honey! I'm HOOOME!
I am not your "honey"... and I never will be.
Uhhhh...
Yeah.
I know.
I-it was just a joke.
Did you accomplish your goal?
Sure did.
You hire Warp, you get the best burglar in the biz.
But props to the Avengers.
Their security system nailed me as soon as I hit the forbidden zone.
You ADMIRE our enemies?
I... I'm just saying...
Please forgive my large associate.
He is new here and the local humor escapes him.
Let me see what goodies you've brought.
Most excellent.
If my calculations are correct, these samples will provide us the means to gain the key--
--and the Realm Reborn.
I don't follow that realm reference--
--but I'd be happy to cop any key you want.
For the usual price, of course.

Arrogant cur!
We shall tell you what to steal and when to steal it.
Uhhh...
Sure.
Whatever!
Perhaps it would be best for you to leave us for a moment, Warp.
My associate and I have matters to discuss in private.
Do we, my lady?
Indeed, old friend...
...I really wish you would control your temper around the mortal.
He has already proven his worth.
Thanks to his efforts, we will destroy the Avengers--
--and achieve the UNACHIEVABLE!

Meanwhile, back at Avengers Compound...
Why would someone steal blood and tissue samples from past and present Avengers?
That's the question, Stinger... and we could really use your help with an answer.
I can give you a dozen possible reasons, but they'd all be pure conjecture at this point.
Any chance you'll swing by the Mansion?
Not unless you really need me.
I'd rather keep my distance for now.
Come on, Stinger! Don't be like that!
The team needs you now, and Mainframe is still in Washington.
Lucky you, but he isn't the only reason why I quit.
You take care, Dream.
Maybe the Bugle's right.
Maybe the world doesn't need the Avengers anymore.
Or maybe we're the problem.
Maybe we're just not good enough to be Avengers.
That's nonsense... and you know it.
Okay, we may not be in the same league as Thor, Iron Man, Captain America or any of the other truly great Avengers.
But the world still needs heroes--
--and the job's fallen to us.

That's why I'm still here even though I lost my powers when Galactus ate Asgard and...
Please forgive this interruption--
--but I need American Dream in the main reception area.
Kevin and I are on the way, Jarvis.
Is there a problem?
We have an unexpected... visitor.
Sabreclaw--!
Ya miss me, sweetie?
He arrived without an appointment and demanded an immediate audience.
Hope ya don't mind. I ain't much for formality.
What do you want?
Not that I'll believe anything you say.
Simmer down, lady. I ain't here to fight--
--and I certainly didn't come to be insulted.

I don't blame ya for being suspicious of me. I ain't no angel. I used to be a member of the Revengers, and I fought ya a bunch of times.
But things changed when that space giant tried t'eat the Earth. You guys had yer backs to the wall and Free-booter invited me to help.
That's when I discovered that I liked playin' the good guy.
Freebooter and I have kind'a become buds. He knows you're shorthanded so he suggested that I...
...ummm...
...apply fer membership.
As an Avenger?!
Why not? This team has taken in a lot of strays over the years, like Hawkeye, the Scarlet Witch and--
WEEEEEEEE!
I assume you don't know what's causing that alarm.
Why would I?
You were obviously sent in here to distract us while the Revengers launched a surprise--
Uhhhh, Dream--?!

"--I think you owe the man an apology."
RAAAAAAAAAAGH!

And, just then...
That concludes our tour.
Please visit our gift shop and feel free to enjoy our flower garden--
GAHHHHH!
P-please tell us this is an exhibit.
RAAAAAGH!
AVENGERS ASSEMBLE!
Jarvis, call in all members and reservists. We're going to need all the help we can get.
Yes, ma'am.
I'll break out the armory.
Looks like my kind'a fight. Mind if I join the fun?
Be my guest, but move into a position where I can keep an eye on you.
We should answer that alarm, Zane.
After we beat this level.
This is serious, man! Jarvis is trying to page me.
ZEEEEEE

I'm already in enough trouble with American Dream.
No way I'm blowing off a call to assemble.
Say what--?!
Oh, man!
What was I thinking?
I can be such a bonehead at times.
I never meant to ignore my duty.
Zane Yama, the son of the original Juggernaut, begins to concentrate, and then...
Meanwhile, in Forest Hills--
MIDTOWN HIGH SCH
ZEEEEEEE
--May Parker receives an urgent text message.
Why are they suddenly--
Zombies?!
For a moment, skepticism clouds her mind--
It's from the Avengers, but I haven't heard from them in months.
--but her innate sense of responsibility soon rockets her into action.
Though she recently hung up her webs to appease her parents, May Parker is still the daughter of Spider-Man--
--and believes she must respond whenever innocent lives are threatened.

Back at Avengers Compound...
SWAINGGG!
Get the civilians indoors, Nancy--
--and activate the Mansion's defense protocols.
We'll cover your retreat.
EEEUK!
What are these creatures, anyway?
And why are they dressed like Avengers?
The store was out of X-Men costumes?!
You know that isn't what I meant--
Oh, no!
GHAAA!
Hey, buddy! Anyone ever mention that you're almost as ugly as the real Hulk--
GLUPPP?
--but you're a much better conversationalist.

You only [redacted] to possess about half his strength--
--but quadruple his body odor.
And a carton of breath mints could only improve your luck with the lady zom--
Yikes!
THRAKA-POOM!
Ohmigosh! I-it's a fake Thunder-strike.
H-how come he still has powers when the real one doesn't?
Enough with th[redacted] questions!
Avengers talk too much.
We need to flatten these things, not bore them to death.
Like I'm really going to take your advice. What the heck are you doing here, anyway?
You got a problem with me?
Sure do, but this isn't the time to discuss it.
Across the street...
Hurry, my friends! Hurry! I had hoped my magical clones would be self-sustaining--
--but they are draining my ethereal energy and require constant super-vision.

Inside the *Mansion*...
We must have *something* that can stop those creatures.
I'm sure we do, Master Kevin.
Mr. Stark has vetted--and frequently updates--every weapon in the armory.
Stark is wayyyyy too *corporate raider* for my tastes--
--but nobody can fault his talents with *munitions*.
You have carried us directly into the *heart* of our enemies' domain, Warp.
Uhhhh...
Yeah.
It's pretty easy to return to a place I've already visited.
Come! We must find the *key*...and the *other* item.
Okay, but we need to move quickly. I'm sure the security system has spotted us by now.
Bah! I do not fear the *Avengers*.
Even if the Hag's magic fails to divert them, I possess more than enough *power*--
--to *DESTROY* them all!

Outside...
I don't think these monstrosities are truly *alive*--
--but they can't be *corpses*.
Not with duplicates of *Hawkeye*, *Cage* and the rest of us who are alive.
SWAKKK!
I hate to be a major *fanboy*--
--but it's so very *cooooool* to take on the likes of *Hercules* and *Wonder Man*.
I feel like a *real* Avenger.
FOOM!
Are you always so *cheerful* and *supportive*, Sabreclaw?
Or did we just catch you on a *good* day?
Ya'd be a *dead* one if these fakes weren't operatin' at *half power*--
--and as slow as *molasses*.

Inside...
What do you think, Jarvis? Should I go with the grenade launcher or the sonic blaster?
Jarvis--?!
The ancient one has a greater interest in air than weapons.
Drop him!
Let him go or--
Or you'll watch helplessly as I shatter his neck?
I...
I recognize you--
--and I know you'll NEVER release him without a FIGHT!
KZAMMM-
Well played, mortal!
'Twas a bold and courageous move.
Futile...but still bold and courageous.
You will now surrender your weapon to Ulik the Unconquerable--
--or be splattered by your servant's BLOOD!

Outside...
We're in serious trouble, people.
These creatures seem impervious to *pain* or *fatigue*.

I consider that a *challenge*--
--not a *problem*.

You *would*.
The rest of us can think *beyond* the present moment.
I can only remain *J2* for about an *hour*.

And I'm already beginning to *tire*.

We need to find out *who* is controlling these monsters.

Good plan.
See to it, won't ya?
Me, I'm havin' a ball!

I'm good for at least twenty minutes--
--so I'll stay behind with *Sabreclaw*.

You're the brains of this outfit, Dream.
You should track down the bad guy.
We'll be fine.

I know I *should* leave.
It's the best strategy and may be our only hope.
But I *can't* desert you.
I Just CAN'T!

Meanwhile, a few blocks away...
Hope the Avengers won't mind when I show up in this make-shift outfit.
Ever since I promised my parents that I was through being Spider-Girl, my real costume has been gathering dust in the family attic--
--along with my web-shooters.
Oh, well! Half a Spider-Girl is better than none.
At least I still have the proportionate strength, speed and agility of a spider.
Uh-oh! My spider-sense is tingling--
--warning me of danger!
Soon an ancient blunder will be rectified--
--and my family shall be redeemed!
Once Ulik and the mortal have obtained the key, I shall...
Pack your bags and head for Universal's Islands of Adventure?
YEOW!
My mistake.
You impudent little insect!
I should have realized you'd be a Disney fan.

And, nearby...
I'm sure Captain America would find a way to win without abandoning his teammates.
What would Cap do?
Avengers Assemble!
We're going to try to lead the zombies inside the Mansion and down into the subbasements where we'll--
WHAT THE--?!
T-they're decomposing--!
Way to go, Dream!
I knew you'd come up with something.
B-but I didn't.
I'm just as shocked as the rest of you.
Maybe they had some kind'a time limit.
Like Chunky here.
Terrific! Now that Sabreclaw knows J2's only weakness, he'll be an even greater threat if he ever betrays us.
Eyes LEFT, team!
I have a hunch we owe our lives to that leaping lady.
The costume doesn't look familiar--
--but I'd recognize those moves anywhere.
That's SPIDER-GIRL!

MARVEL HEROES HOTSPOT

"Now with twice as many people to blame!"

TOM SEZ

There have been some changes taking place within the Marvel Heroes editorial crew since we last met, so I thought I'd take a minute to bring you all up to speed, and to welcome the new guys.

First off, Andy Schmidt is leaving the world of Marvel Heroes to go toil in the vineyards of all things X-related. Replacing Andy is Warren Simons. Warren, a man of mystery, is the chief architect behind such titles as DAREDEVIL, SENSATIONAL SPIDER-MAN and the upcoming IMMORTAL IRON FIST. I'd like to tell you more about Warren, but he's simply so stealthy that I'm still not quite sure he even truly exists. (But I don't like to ask a lot of questions so long as the books come out when they should.)

Returning to Marvel and joining the Heroes office in an editorial capacity is the one-time Your Man at Marvel, Bill Rosemann. Bill's most immediate duties will include taking over MS. MARVEL and shouldering the burden of ANNIHILATION and its aftermath. And, with any luck, Bill will be a welcome contributor to this Hotspot page every month, relieving my tired typing digits.

Finally, joining the Marvel family from those other guys uptown is Stephen Wacker. Over the past few years, Steve's been responsible for titles such as *Legion of Super-Heroes*, *Jonah Hex*, *JSA* and a little thing called *52*. He was also one of the folks involved in the JLA/AVENGERS crossover a couple years ago, so he already smells a bit like a Marvelite. Steve's going to be starting his Marvel tenure by taking on FRIENDLY NEIGHBORHOOD SPIDER-MAN and the larger plan for the web-slinger that we're putting together for the middle of next year.

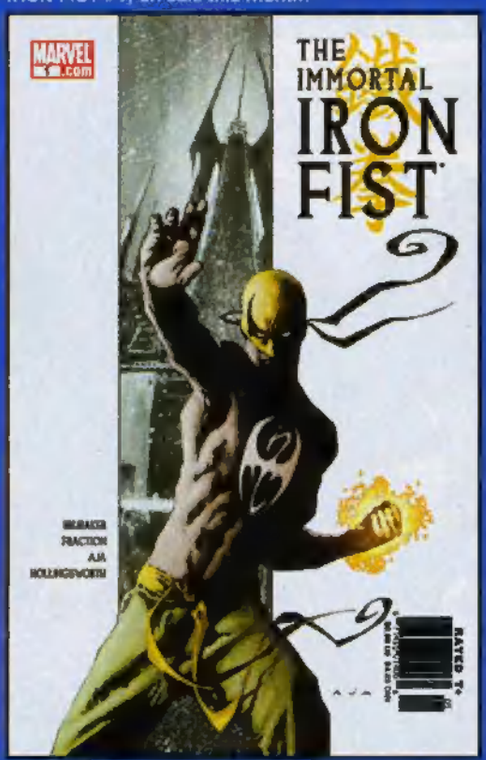
Assistant Editors Molly Lazer and Aubrey Sitterson will continue in their roles, and I'll do my best not to foul things up more than usual.

"The old order changeth," as they say. You have been briefed. Carry on.

Tom B

ITEM! Response to our return of the No-Prize was large and varied. And while we couldn't legitimately grant a No-Prize to everybody who submitted something, there were a number of worthy Marvelites who were so awarded. This past month, the list included Guilherme Biondani Vicolle, who learned English from reading Marvel comics; Freddie Yelinek and Matt Pierce, who shipped off 79 lbs. of Marvel comics to servicemen in Iraq; and Hugh Sheridan and Steve Quincy for participating in Tom's Marvel Editor Simulation (please don't tell us you're not following the Marvel blogs regularly at http://www.marvel.com/blogs/). But we've still got a bushel of the things to hand out to anybody else whose contributions to the cause of Marveldom are worthy, so if you feel that you or someone you know is deserving of this highest of honors, why not drop us a line at mheroes@marvel.com?

ITEM! Spinning out of the pages of DAREDEVIL this month is a new ongoing series devoted to Marvel's premier martial arts maven, the Immortal Iron Fist. Not content simply to focus on Danny Rand, series writers Matt Fraction and Ed Brubaker explore the entire history of the Iron Fist mantle, and uncover the identities of the previous wielders of the power of the fist of iron. The kinetic artwork of superstar-in-the-making David Aja ties it all together into a high-kicking, fast-moving melee of comic book action. If you're a fan of DAREDEVIL or CAPTAIN AMERICA, or you simply like to experience the finest in martial arts mayhem, keep your eyes peeled for THE IMMORTAL IRON FIST #1, on sale this month!



ITEM! By the time you read this, it'll all be over, but on November 5th, IRREDEEMABLE ANT-MAN artist Phil Hester is scheduled to make an appearance on ABC's *Extreme Home Makeover*! Phil's talents were enlisted to help reconstruct the home of a family, including a young comics fan, whose previous farmland dwelling had burned to the ground. Phil and his buddies, Brook Turner and Aaron Gillespie, rode to the rescue, and aided Ty Pennington and the EHM cast and crew in transforming the boy's recreated domicile into a comic collector's paradise!

ITEM! And speaking of crossovers you never expected, the November 1st episode of daytime sudser *The Guiding Light* featured guest appearances by a bevy of Marvel characters! At this point, it's probably too late for most of you reading this to tune in, but you can still be a part of the fun by checking out the special tie-in story featuring the New Avengers and Springfield's newest heroine, the Guiding Light herself, appearing in assorted Marvel titles this month, including our own CIVIL WAR: CHOOSING SIDES!

ON SALE NOVEMBER 2006

AMAZING SPIDER-GIRL #2: An assassin targets one of Spider-Girl's friends--but who?

ANNIHILATION #4: Think the other endings have been shocking? Just wait until this one!

AVENGERS NEXT #1 & #2: The Avengers must choose a new lineup, right after they battle zombie versions of themselves!

AVENGERS: EARTH'S MIGHTIEST HEROES #1 & #2: Goliath, the Wasp, Hawkeye, the Black Panther and the Vision...are these Earth's Mightiest Heroes?

BEYOND #5: Trapped in Limbo, how far will our heroes go to survive?

BLADE #3: : Blade goes on a date and goes to jail, not necessarily in that order!

CAPTAIN AMERICA #24: A CIVIL WAR tie-in! Cap faces his worst fears and the Red Skull makes his move...

CIVIL WAR #5: Sides change and chaos reigns as evildoers make their presence felt!

CIVIL WAR: FRONTLINE #8: Will Speedball make it out of prison alive?

DAREDEVIL #91: Will the revamped Matador put DD in his grave? Maybe that's why Tombstone is here, too!

DOCTOR STRANGE: THE OATH #2: What happens when Night Nurse teams with Doctor Strange?

FANTASTIC FOUR #541: The Thing in France? Sacre bleu!

FANTASTIC FOUR: THE END #1 & #2: Alan Davis writes and illustrates the final story of Marvel's first family!

IMMORTAL IRON FIST #1: From the pages of DAREDEVIL, Danny Rand stars in his own history-spanning, mystery-revealing, epic series!

IRON MAN #13: A CIVIL WAR tie-in! Climb inside Tony Stark's head and learn why he has chosen to lead the pro-registration side!

IRREDEEMABLE ANT-MAN #2: The Death of Ant-Man! The biggest little action from the littlest big men in comics.

JACK KIRBY'S GALACTIC BOUNTY HUNTERS #4: To get Garrett back, the Galactic Bounty Hunters must invade Dangerland!

MS. MARVEL #9: It started way back in AVENGERS ANNUAL #10--will Rogue and Ms. Marvel settle their historic feud here?

NEW AVENGERS #25: A CIVIL WAR tie-in! Iron Man has made a fatal mistake--now he must pay the price!

SENSATIONAL SPIDER-MAN #32: She's stuck with him through thick and thin, but will his CIVIL WAR public unmasking finally drive Mary Jane away from Peter?

SHE-HULK #13: Starfox's fate is decided as She-Hulk learns a dark secret inside the mind of Thanos!

STAN LEE MEETS DOCTOR DOOM #1: "The Man" is abducted to Latveria by Doctor Doom!

STAN LEE MEETS THE SILVER SURFER #1: Galactus summons Stan to deal with the "problem" known as the Silver Surfer!

THUNDERBOLTS #108: A betrayal could tear the Thunderbolts--and the universe--apart!

UNION JACK #3: Allies become enemies when Sabra, the Arabian Knight and Countess Val target Union Jack!

FIVE FUN FACTOIDS FROM BILL ROSEMANN

NEW EDITOR OF MS. MARVEL

1) The first Halloween costume that Bill remembers wearing was a Spider-Man outfit. He insisted on wearing it home from the store--and then thought it would give him the power to talk to a snake slithering across his driveway. He was wrong.
2) Bill played football in high school, but balanced the jock/nerd ratio by sneaking off to the comic book shop before Friday night games.
3) As a child, Bill had dogs named Brandy, Whiskey, and Brew. As an adult, he has drinks named Gin and Vodka.
4) Bill met the heavyweight champions of both WWE and WCW on the same afternoon. His brain nearly exploded.
5) Bill met his wife, Ali Farrell, on St. Patrick's Day--the luckiest day of his life.

E-MAIL: MHEROES@MARVEL.COM
MARK E-MAIL "OKAY TO PRINT"

AVENGERS ASSEMBLE!
We take care of our own.
Y-you ruined my concentration--
--and disrupted my magic!
Oops!
Clumsy me.
Let me make amends with a Café Latte--
--and a Krispy Kreme.
Only your death will truly satisfy me.
But--alas--I can no longer tarry here and must--
--awayyyy
That you, Spidey?
Yep.
Pretty stupid-looking costume if ya ask me.
Didn't ask.

Shortly...
No zombies?
I came all this way and there are no zombies?
Where'd they go?
You tell us.
The witchy woman said something about magic...but come onnnnn!
Uhhhh, Dream--?
Can we talk?
Sure, and I can guess the topic...
Sabreclaw an Avenger?!
The guy's a few donuts short of a dozen.
What makes you think you can trust him?
I never said I did.
H-he's gone!
They've taken him!
I-it was Ulik and someone called Warp.
They've kidnapped KEVIN MASTERSON!
To Be CONTINUED!